

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE VIVENDI UNIVERSAL, S.A.
SECURITIES LITIGATION

This document relates to:

07-CV-08156

07-CV-09229

07-CV-11092(UA/RJH)

CIVIL ACTION NO.:

02-CV-5571(RJH)(HBP)

**NOTICE OF MOTION TO ADMIT
COUNSEL *PRO HAC VICE***

NOTICE OF MOTION AND MOTION TO ADMIT COUNSEL *PRO HAC VICE*

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, I, Robert J. Shapiro, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

Applicant's Name: Benjamin J. Hinerfeld
Firm Name: Schiffrin Barroway Topaz & Kessler, LLP
Address: 280 King of Prussia Road
City/State/Zip: Radnor, PA 19087
Phone Number: (610) 667-7706
Fax Number: (610) 667-7056
Email Address: bhinerfeld@sbtclaw.com

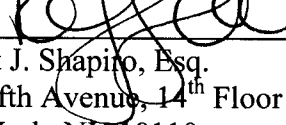
DEC 21 2007

NO 925-636683

Benjamin J. Hinerfeld is a member in good standing of the Bar of the State of Pennsylvania and the State of Delaware. There are no pending disciplinary proceedings against Benjamin J. Hinerfeld in any State or Federal Court.

Dated: December 19, 2007

Respectfully submitted,
THE SHAPIRO FIRM, LLP

By: 
Robert J. Shapiro, Esq.
500 Fifth Avenue, 14th Floor
New York, NY 10110
Telephone: 212-391-6464

Local Counsel for Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CIVIL ACTION NO.:

02-CV-5571(RJH)(HBP)

**AFFIDAVIT OF ROBERT J. SHAPIRO IN
SUPPORT OF MOTION TO ADMIT
COUNSEL *PRO HAC VICE***

State of New York)
) ss.
County of New York)

Robert J. Shapiro, being duly sworn, hereby deposes and says as follows:

1. I am a partner at The Shapiro Firm, LLP, Local Counsel for the Plaintiffs in the above-captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the Plaintiffs' motion to admit Benjamin J. Hinerfeld as counsel *pro hac vice* to represent the Plaintiffs in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on June 23, 1994. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Benjamin J. Hinerfeld since April, 2006.

4. Mr. Hinerfeld is an associate at Schifffrin Barroway Topaz & Kessler, LLP in Radnor, Pennsylvania.

5. I have found Mr. Hinerfeld to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Benjamin J. Hinerfeld, *pro hac vice*.

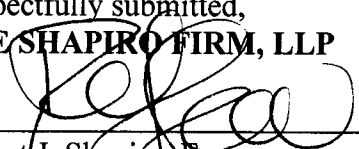
7. In compliance with Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, I have attached a Certificate of Good Standing for Mr. Hinerfeld from both Pennsylvania and Delaware issued within the past thirty days.

8. I respectfully submit a proposed order granting the admission of Benjamin J. Hinerfeld, *pro hac vice*, which is also attached.

WHEREFORE it is respectfully requested that the motion to admit Benjamin J. Hinerfeld, *pro hac vice*, to represent the Plaintiffs in the above-captioned matter, be granted.

Dated: December 19, 2007

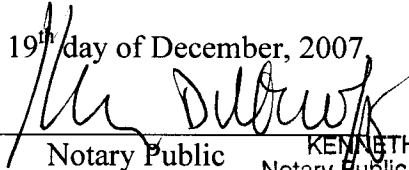
Respectfully submitted,
THE SHAPIRO FIRM, LLP

By: 
Robert J. Shapiro, Esq.
500 Fifth Avenue, 14th Floor
New York, NY 10110
Telephone: 212-391-6464

Local Counsel for Plaintiffs

Sworn to and subscribed before me

this 19th day of December, 2007,


Notary Public KENNETH J. DUBROFF
Notary Public, State of New York
No. 31-1031530
Qualified in New York County
Commission Expires 4/30, 2011



Supreme Court of Pennsylvania

CERTIFICATE OF GOOD STANDING

Benjamin J. Hinerfeld, Esq.

DATE OF ADMISSION

December 6, 1996

The above named attorney was duly admitted to the bar of the Commonwealth of Pennsylvania, and is now a qualified member in good standing.



Witness my hand and official seal

Dated: December 12, 2007

A handwritten signature in black ink, reading "Patricia A. Johnson".

Patricia A. Johnson
Chief Clerk

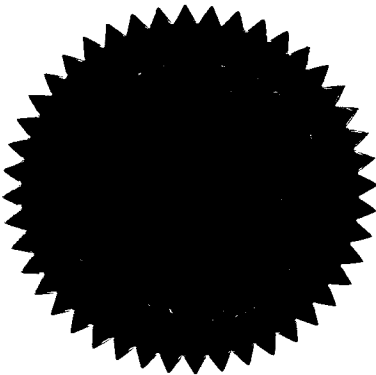
SUPREME COURT OF THE STATE OF DELAWARE

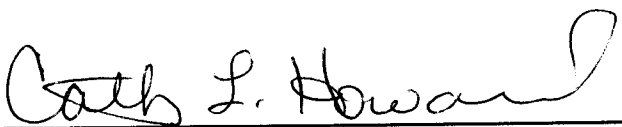
CERTIFICATE OF GOOD STANDING

The Clerk of the Supreme Court of the State of Delaware, the highest Court in the State, certifies that **Benjamin Hinerfeld** was admitted to practice as an attorney in the Courts of this State on **September 19, 2007** and is an **active** member of the Bar of the Supreme Court of the State of Delaware in good standing.

IN TESTIMONY WHEREOF,

I have hereunto set my hand and affixed the seal of said Court at Dover this 7th day of December 2007.





Cathy L. Howard
Clerk of the Supreme Court

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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SECURITIES LITIGATION

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CIVIL ACTION NO.:
02-CV-5571(RJH)(HBP)

**ORDER FOR ADMISSION *PRO HAC*
VICE ON WRITTEN MOTION**

Upon the motion of Robert J. Shapiro, Local Counsel for the Plaintiffs, and said sponsor attorney's affirmation in support;

IT IS HEREBY ORDERED that

Applicant's Name: Benjamin J. Hinerfeld
Firm Name: Schiffrin Barroway Topaz & Kessler, LLP
Address: 280 King of Prussia Road
City/State/Zip: Radnor, PA 19087
Phone Number: (610) 667-7706
Fax Number: (610) 667-7056
Email Address: bhinerfeld@sbtclaw.com

is admitted to practice *pro hac vice* as counsel for the Plaintiffs in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the *pro hac vice* fee to the Clerk of Court.

Dated: _____

Richard J. Holwell, U.S. District Judge

CERTIFICATE OF SERVICE

I, Robert J. Shapiro, hereby certify, that I submitted true and correct copies of the foregoing documents on December 20, 2007, via United Lawyer's Service, for filing with the Admission's Clerk of the Court:

- *PRO HAC VICE* MOTION, AFFIDAVIT, AND PROPOSED ORDER.

The CM/ECF system will send notification to counsel registered for CM/ECF. I hereby certify that I have caused true and correct copies of the foregoing documents to be served via U.S. mail to the following non-ECF participants listed below.

By: 

Robert J. Shapiro, Esq.
500 Fifth Avenue, 14th Floor
New York, NY 10110
Telephone: 212-391-6464

Local Counsel for Plaintiffs

Paul C. Saunders
Daniel Slifkin
Cravath Swaine & Moore LLP
825 Eighth Avenue
New York NY 10019
212-474-1000

Counsel for Defendant Vivendi Universal, S.A.